

# Exhibit S

Declaration of Lisa J. Cisneros in Support of Plaintiffs'  
Opposition Briefs ("Cisneros"), February 6, 2014,  
(Dkt. 605)

(Public - redacted under seal portions)

Bob Mansfield

April 11, 2013 Deposition

UNITED STATES DISTRICT COURT  
NORTHERN DISTRICT OF CALIFORNIA  
SAN JOSE DIVISION

IN RE: HIGH-TECH EMPLOYEE )  
ANTITRUST LITIGATION )  
 ) No. 11-CV-2509-LHK

THIS DOCUMENT RELATES TO: )  
ALL ACTIONS. )

)  
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April 11, 2013

REPORTED BY: GINA V. CARBONE, CSR NO. 8249, RPR, CCRR

09:43:32 1 levels.

09:43:33 2 Q. Okay. So let me go back through that a little  
09:43:36 3 bit. With respect to the -- I guess the guidelines with  
09:43:40 4 respect to the focal process, you talked about the  
09:43:44 5 ability to do -- get their work done on time, other kind  
09:43:48 6 of -- maybe qualitative criteria. Are --

09:43:57 7 A. I think we try to make -- we try to make most  
09:43:59 8 of them, I think, more quantitative in the sense that  
09:44:04 9 results produced, we try to make a very objective, you  
09:44:08 10 know, kind of assessment.

09:44:10 11 Q. As part of your job, though, is it -- do you  
09:44:15 12 rate or evaluate the people that report to you against  
09:44:20 13 those guidelines or criteria?

09:44:23 14 A. That comes in two parts. There are people who  
09:44:26 15 directly report to me.

09:44:27 16 Q. Right.

09:44:28 17 A. And I do that -- for the people who directly  
09:44:31 18 report to me, I directly evaluate them. For the people  
09:44:36 19 who report -- in my -- in my team, I have managers and  
09:44:41 20 they manage managers and they manage other people. So  
09:44:44 21 there is a couple of lines of management between me and  
09:44:47 22 a larger group of people.

09:44:50 23 In that -- in that case, what I do is look at  
09:44:55 24 cases and evaluate the consistency of the work done from  
09:45:00 25 management team to management team.

09:45:01 1 Q. Okay.

09:45:01 2 A. To make sure that what one manager might think  
09:45:04 3 is the right interpretation of results and all is  
09:45:09 4 consistent with what other groups might think.

09:45:13 5 Q. Are the employees that you supervised as part  
09:45:20 6 of the focal process categorized or put into different  
09:45:24 7 groups based on their performance? For example, some  
09:45:27 8 kind of ranking from low to high, or maybe intermediate  
09:45:32 9 stages, along that kind of continuum?

09:45:35 10 A. Yes. There are -- there are sort of -- what's  
09:45:38 11 the right way to put it? Evaluation labels; like  
09:45:43 12 satisfactory performance or exceeds performance or  
09:45:46 13 exceptional. I mean, it's degrees of descriptors for  
09:45:53 14 that.

09:45:54 15 Q. As part of the focal process is everybody that  
09:45:58 16 you supervise put into one of those --

09:46:00 17 A. Yes.

09:46:00 18 Q. -- categories?

09:46:01 19 A. Yes.

09:46:03 20 Q. And is it part of what your managers do to  
09:46:07 21 rank the people that are their direct reports along  
09:46:10 22 those lines?

09:46:11 23 A. Yes.

09:46:13 24 Q. Now, do you see, from the HR department or any  
09:46:22 25 of the systems that they provide to you, any kind of

09:46:25 1 metrics about how your managers or you, yourself, rate  
09:46:34 2 particular -- rate the people that work for them? For  
09:46:37 3 example, do you see statistics that show, you know,  
09:46:42 4 whether managers rank everybody that works for them as  
09:46:46 5 high performers or low performers or how that kind of  
09:46:49 6 breaks down statistically?

09:46:52 7 MR. RILEY: Object to the form.

09:46:56 8 THE WITNESS: Your question is a little  
09:46:58 9 ambiguous to me. Maybe could you be more specific.

09:47:02 10 MR. SAVERI: Q. So I asked you some  
09:47:04 11 questions about the kind of rankings of employees  
09:47:07 12 that either work directly for you or for the people  
09:47:10 13 that work directly for you. And my question is  
09:47:13 14 whether, as part of the HR function at the company,  
09:47:17 15 whether there are statistical analyses or metrics  
09:47:22 16 that you see that show you how -- or to what extent  
09:47:29 17 managers put people in these different categories.

09:47:32 18 MR. RILEY: Object to the form.

09:47:33 19 THE WITNESS: Are you asking me do I see -- in  
09:47:37 20 managers that I -- that I have, do I see data that says  
09:47:43 21 this is the percentage of people that this manager rated  
09:47:47 22 as satisfactory or that this manager rated as exceeds  
09:47:51 23 or --

09:47:51 24 MR. SAVERI: Q. Yes.

09:47:52 25 A. -- excels?

09:47:53 1 I do see data that shows -- that shows those  
09:47:57 2 percentages.

09:48:07 3 Q. Does that take the form of some kind of report  
09:48:10 4 that's run on the compensation or HR application --  
09:48:17 5 electronic application that's provided to you or do you  
09:48:19 6 get pieces of paper? I mean, how do you see that?

09:48:22 7 A. Well, let me first say I'm not very familiar  
09:48:24 8 with Apple's HR systems.

09:48:27 9 Q. Right.

09:48:27 10 A. The things that I see mostly come to me in the  
09:48:29 11 form of what looks like an Excel spreadsheet on a piece  
09:48:33 12 of paper.

09:48:34 13 Q. Fair enough. And to the best of your  
09:48:36 14 recollection, who prepares that? Is that someone in the  
09:48:39 15 HR department?

09:48:41 16 A. Yes. I have a person who directly supports me  
09:48:45 17 in my organization that I pretty much work with  
09:48:49 18 exclusively in our HR group to get those bits of data.

09:48:54 19 Q. Okay. Now, you also talked about other pieces  
09:48:59 20 of information that come from I think you said finance.  
09:49:05 21 You mentioned that you also receive information that  
09:49:07 22 takes the form of budget guidelines.

09:49:10 23 A. Yes, that's correct.

09:49:11 24 Q. And what did you mean by that?

09:49:13 25 A. Well, just -- let's use the example of base

09:49:18 1 salary. So in our -- [REDACTED]  
09:49:25 2 [REDACTED]  
09:49:30 3 [REDACTED]  
09:49:37 4 [REDACTED]  
09:49:41 5 [REDACTED] [REDACTED]  
09:49:47 6 [REDACTED]  
09:49:49 7 [REDACTED]  
09:49:55 8 [REDACTED]  
09:49:58 9 [REDACTED] [REDACTED]  
09:50:06 10 [REDACTED]  
09:50:08 11 [REDACTED]

09:50:09 12 Q. And that comes to you from someone in the  
09:50:11 13 finance department?

09:50:17 14 A. I should be careful saying that. I think it  
09:50:20 15 either comes from finance or HR. But it's basically a  
09:50:23 16 financial number.

09:50:25 17 Q. And how do you receive it? I mean, do you  
09:50:27 18 access it in some kind of electronic application or is  
09:50:31 19 it another Excel spreadsheet that someone hands to you?

09:50:34 20 A. Well, I think that specific number is just  
09:50:36 21 given to me as, you know, maybe even an email that says  
09:50:43 22 the budget that you are starting to work with is this  
09:50:45 23 number.

09:50:48 24 Q. So how many people report -- well, prior to the  
09:50:52 25 time you announced your retirement, let's just use that,

09:50:54 1 how many people reported up to you?

09:50:57 2 A. I think in the [REDACTED].

09:51:09 3 Q. Were there -- were there rules or restrictions  
09:51:15 4 that were given to you about how you could take that  
09:51:19 5 budgeted amount and allocate it and distribute it across  
09:51:23 6 the people that reported to you?

09:51:27 7 A. Sorry, say again.

09:51:30 8 Q. Well, were there rules or procedures that were  
09:51:35 9 in place that limited you, as a manager, or guided you  
09:51:39 10 as a manager, with respect to how your budgeted amount  
09:51:44 11 of compensation could be allocated or distributed to the  
09:51:49 12 people who reported to you?

09:51:53 13 A. I would say no.

09:51:54 14 Q. So was there any -- so could you have given all  
09:51:57 15 that money to one person?

09:51:59 16 A. Well, I think -- I think I could -- I could do  
09:52:06 17 anything, probably, but I don't -- I think that it's  
09:52:10 18 subject to review by other people.

09:52:13 19 If I did something as ridiculous as took, you  
09:52:18 20 know, [REDACTED] took that amount of  
09:52:25 21 money and gave it to a single person, I think that I  
09:52:29 22 probably would have been overruled if I did that. But  
09:52:32 23 that represents a very ridiculous case.

09:52:34 24 Q. And I picked one to kind of establish kind of  
09:52:37 25 the limit of the concept.



09:52:39 1 A. Yeah.

09:52:39 2 Q. Who, organizationally, had that kind of  
09:52:42 3 authority or ability to overrule that kind of decision?

09:52:50 4 A. Well, in our system, a manager's manager can  
09:52:55 5 overrule any decision made by a manager that's subject  
09:52:58 6 to escalation and all.

09:53:00 7 But in my case, Tim Cook would see what I did.  
09:53:02 8 And if he decided that it was not appropriate, he would  
09:53:05 9 change it.

09:53:07 10 Q. Now a number -- I think you also mentioned that  
09:53:09 11 you received some information regarding -- from HR about  
09:53:12 12 levels of people and ranges of salaries?

09:53:14 13 A. Right.

09:53:15 14 Q. What information did you -- could you describe  
09:53:18 15 that more for me.

09:53:20 16 A. Okay. To use -- we'll use an example of our  
09:53:27 17 engineering -- hardware engineering team.

09:53:30 18 We have levels of individual contributors.  
09:53:33 19 Just technical contributors in the company. There are  
09:53:37 20 levels of individual contributors. People come into the  
09:53:42 21 company maybe right out of school as, say, an ICT II or  
09:53:47 22 ICT III. They have a master's degree, maybe they come  
09:53:52 23 in as an ICT III. As they gain experience and expertise  
09:53:56 24 and all and are promoted by their managers, they move up  
09:54:00 25 through the ranks.

09:54:04 1 So if you -- if you looked in our system, you  
09:54:06 2 would find our roster of employees as a distribution of  
09:54:11 3 all those levels. And what we were provided by our HR  
09:54:18 4 team was some range guidelines for those particular  
09:54:27 5 levels.

09:54:30 6 [REDACTED]  
09:54:39 7 [REDACTED]  
09:54:46 8 [REDACTED] t  
09:54:49 9 [REDACTED]  
09:54:52 10 [REDACTED]  
09:54:57 11 [REDACTED]  
09:55:00 12 [REDACTED]  
09:55:03 13 [REDACTED].

09:55:06 14 So it's more of an indication of where a  
09:55:10 15 person's current salary puts them with respect to the  
09:55:13 16 distribution of people at Apple -- the large part of the  
09:55:17 17 distribution of people at Apple that fall in that  
09:55:21 18 particular level.

09:55:21 19 Q. Okay. So a couple questions about that.

09:55:23 20 When -- is it fair to say that everybody who  
09:55:25 21 works for Apple has a title and a salary range  
09:55:29 22 associated with that title?

09:55:31 23 MR. RILEY: Object to the form.

09:55:35 24 THE WITNESS: I can't honestly say what happens  
09:55:38 25 outside of the part of Apple that I directly manage.

09:55:42 1 MR. SAVERI: Q. Let's just focus on the  
09:55:43 2 part -- with respect to the organization that you  
09:55:45 3 supervised, is it fair to say that everybody that  
09:55:47 4 was in that organization had a job title and a  
09:55:50 5 salary range associated with that job title?

09:55:53 6 A. I think they have a job level.

09:55:57 7 Q. Okay.

09:55:58 8 A. Titles are something a little different. They  
09:56:01 9 have a job level.

09:56:02 10 Q. I'm sorry. And maybe it makes sense to be  
09:56:04 11 relatively precise about that.

09:56:05 12 A. They have a job level and there are guidelines  
09:56:09 13 that I was given that cover the distribution of all  
09:56:13 14 levels in my organization.

09:56:14 15 Q. And when you were -- did you -- did you use  
09:56:20 16 that information as part of your annual determination of  
09:56:25 17 compensation for the people that reported to you?

09:56:30 18 MR. RILEY: Object to the form.

09:56:31 19 MR. SAVERI: Q. When I say that, I mean  
09:56:33 20 the information that you received on job level and  
09:56:35 21 salary ranges associated with job levels.

09:56:37 22 MR. RILEY: Same objection.

09:56:40 23 THE WITNESS: Yeah. I'm a little unclear.  
09:56:41 24 When you say "use," in what form do you mean "use"?

09:56:44 25 MR. SAVERI: Q. I was using it maybe

09:56:46 1 euphemistically and broadly. I think you said that  
09:56:50 2 you had a role or responsibility for compensation  
09:56:54 3 decisions with respect to the people that reported  
09:56:56 4 to you.

09:56:56 5 A. Uh-huh.

09:56:57 6 Q. And I asked you about what kind of information  
09:56:59 7 you had, and one of the pieces you identified was this  
09:57:05 8 information from the HR people about levels of jobs and  
09:57:10 9 salary ranges associated with those jobs. So I'm trying  
09:57:13 10 to find out from you what use you made of that in your  
09:57:19 11 compensation determinations for the people that reported  
09:57:21 12 to you.

09:57:21 13 A. I see. [REDACTED]

09:57:29 14 [REDACTED]

09:57:36 15 [REDACTED] [REDACTED]

09:57:42 16 [REDACTED]

09:57:46 17 [REDACTED] [REDACTED]

09:57:48 18 [REDACTED]

09:57:51 19 [REDACTED]

09:57:54 20 [REDACTED]

09:57:58 21 [REDACTED]

09:58:02 22 [REDACTED] [REDACTED]

09:58:05 23 [REDACTED]

09:58:11 24 [REDACTED]

09:58:14 25 [REDACTED] [REDACTED]

09:59:39 1 take time off, their manager has to approve their time  
09:59:42 2 off.

09:59:43 3 Q. What about compensation?

09:59:46 4 A. Compensation is a little different in the sense  
09:59:50 5 that I believe the HR team ultimately inputs the results  
09:59:54 6 that we decide on in Merlin. But as -- in my line  
10:00:00 7 management, we don't -- I don't, and I don't think my  
10:00:03 8 managers use anything about Merlin as -- or really for  
10:00:11 9 anything. They use systems of employee rosters on  
10:00:17 10 spreadsheets and compensation on spreadsheets and all.

10:00:21 11 It's a spreadsheet system for my managers, but  
10:00:25 12 I believe at the end of the process that's all converted  
10:00:29 13 into Merlin because that's how people get their  
10:00:32 14 increases and their paychecks.

10:00:34 15 Q. Okay. We talked a little bit about how you  
10:00:37 16 reviewed individuals and you looked at the ranges and  
10:00:40 17 you talked about two -- you identified two different  
10:00:43 18 scenarios where you might pay attention to the ranges.

10:00:50 19 Well, let me ask you this question. If -- to  
10:00:53 20 what extent did you have your -- did you have authority  
10:00:57 21 to approve base compensation for a particular person  
10:01:01 22 outside the established salary ranges for the job level?

10:01:10 23 A. Say again.

10:01:11 24 Q. Okay. To what extent did you have authority to  
10:01:14 25 approve a base compensation for a particular employee

10:01:18 1 which was outside the established range for that  
10:01:21 2 particular person's job level?

10:01:26 3 A. Yes. I believe I had complete authority.

10:01:28 4 Q. Okay. So if you wanted to pay someone twice  
10:01:34 5 what -- what the highest -- what the upper limit is for  
10:01:40 6 a particular salary range for that person's job level,  
10:01:45 7 you had authority to do that without review from  
10:01:49 8 anybody?

10:01:50 9 A. No, I didn't say that.

10:01:51 10 Q. Okay. I'm trying to understand what you meant,  
10:01:53 11 then.

10:01:54 12 A. I -- I believe, as a senior vice president in  
10:01:58 13 the company, my responsibility was to manage that system  
10:02:02 14 every year and produce a result that was in keeping with  
10:02:09 15 what our employees did and what they contributed, and to  
10:02:14 16 do that in a -- in a fair and equitable way based on  
10:02:21 17 what they contributed to the company.

10:02:23 18 I produced a result every year, and my  
10:02:26 19 recollection is that that result that I -- that I  
10:02:31 20 produced, was approved.

10:02:35 21 Q. Okay.

10:02:36 22 A. I don't recall my manager ever coming back to  
10:02:39 23 me and saying you know that thing you did was  
10:02:42 24 ridiculous. Now, I don't consider anything that I ever  
10:02:45 25 did to be ridiculous, so the fact that he agreed with me

10:02:48 1 seemed to make sense.

10:02:50 2 But I don't -- I do not have the right to do  
10:02:55 3 ridiculous things in Apple. And I believe if I did,  
10:02:59 4 they would be subject to review by my manager.

10:03:02 5 Q. [REDACTED]

10:03:05 6 [REDACTED]

10:03:10 7 [REDACTED]

10:03:15 8 A. [REDACTED]

10:03:16 9 Q. [REDACTED]

10:03:21 10 [REDACTED]

10:03:26 11 [REDACTED]

10:03:32 12 A. [REDACTED] [REDACTED]

10:03:39 13 [REDACTED] [REDACTED]

10:03:44 14 [REDACTED]

10:03:50 15 [REDACTED] [REDACTED]

10:03:54 16 [REDACTED] [REDACTED]

10:03:58 17 [REDACTED]

10:03:58 18 Q. Right.

10:03:59 19 A. [REDACTED]

10:04:04 20 [REDACTED]

10:04:09 21 [REDACTED]

10:04:12 22 [REDACTED] [REDACTED]

10:04:15 23 [REDACTED] [REDACTED].

10:04:18 24 Q. Right.

10:04:19 25 A. And that happens --

10:04:30 1 (Brief interruption.)

10:04:33 2 THE WITNESS: I'm sorry, I forgot where I was.

10:04:35 3 But I guess my comment, yes. [REDACTED]

10:04:42 4 [REDACTED]

10:04:45 5 [REDACTED]

10:04:48 6 [REDACTED]

10:04:52 7 MR. SAVERI: Q. When you received a  
10:04:53 8 spreadsheet for particular employees, did you -- did  
10:04:56 9 the material you received indicate the company  
10:05:00 10 established salary range for that job level?

10:05:06 11 A. As I recall, [REDACTED]  
10:05:09 12 [REDACTED] [REDACTED]  
10:05:15 13 [REDACTED]  
10:05:17 14 [REDACTED]  
10:05:23 15 [REDACTED].

10:05:26 16 [REDACTED]  
10:05:28 17 [REDACTED]  
10:05:34 18 [REDACTED] [REDACTED]  
10:05:37 19 [REDACTED]  
10:05:40 20 [REDACTED]  
10:05:45 21 [REDACTED]

10:05:46 22 Q. Okay. During the time that we've been talking  
10:05:51 23 about when you were at Apple, did you -- did your  
10:06:01 24 organization -- let me back up.

10:06:05 25 I think you said you joined Apple when I -- was



1 I, Gina V. Carbone, Certified Shorthand  
2 Reporter licensed in the State of California, License  
3 No. 8249, hereby certify that the deponent was by me  
4 first duly sworn and the foregoing testimony was  
5 reported by me and was thereafter transcribed with  
6 computer-aided transcription; that the foregoing is a  
7 full, complete, and true record of said proceedings.

8 I further certify that I am not of counsel or  
9 attorney for either of any of the parties in the  
10 foregoing proceeding and caption named or in any way  
11 interested in the outcome of the cause in said caption.

12 The dismantling, unsealing, or unbinding of  
13 the original transcript will render the reporter's  
14 certificates null and void.

15 In witness whereof, I have hereunto set my  
16 hand this day: April 23, 2013.

17 \_\_\_\_\_ Reading and Signing was requested.

18 \_\_\_\_\_ Reading and Signing was waived.

19   X   Reading and signing was not requested.

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\_\_\_\_\_  
GINA V. CARBONE

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CSR 8249, CRR, CCRR

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